

# HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

November 20, 1992

18007  
RECORDATION NO. FILED 1425

NOV 23 1992-10 10 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

Dear Ms. Lee:

Enclosed is a Memorandum of Lease of Railroad Equipment dated as of June 26, 1992 between the following parties:

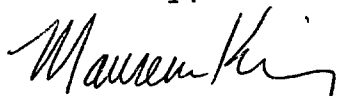
Lessor:	Helm Financial Corporation One Embarcadero Center, Suite 3500 San Francisco, CA 94111
Lessee:	Ohio Valley Transloading Company 56854 Pleasant Ridge Road Alledonia, OH 43902

The equipment involved in this transaction is as follows:

Equipment:	Fifty (50) Open Top, Rapid Discharge Coal Hopper Railcars (See Annex A for Car Numbers)
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Please file this agreement as a primary document. The filing fee of \$16.00 is included in the enclosed check.

Sincerely,



Maureen Krieg  
Contract Administrator

mek  
Enclosures (2)

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MEMORANDUM OF INTERSTATE COMMERCE COMMISSION  
LEASE OF RAILROAD EQUIPMENT

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT is intended to evidence the Lease of Railroad Equipment, dated as of June 26, 1992 (the "**Lease**") between Helm Financial Corporation, a California corporation (the "**Lessor**"), and The Ohio Valley Transloading Company, an Ohio corporation (the "**Lessee**"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. The Lessor has the right to lease the fifty (50) open top coal hopper railcars, more fully described in Annex A hereto (the "**Units**"). The Lessee leased from the Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, the Lessor and the Lessee, each pursuant to due authority, have executed this Memorandum of Lease as of June 26, 1992.

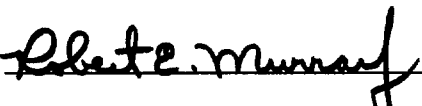
LESSOR

HELM FINANCIAL CORPORATION

By:   
 Title: President

LESSEE

THE OHIO VALLEY TRANSLOADING COMPANY

By:   
 Title: PRESIDENT & CHIEF EXECUTIVE OFFICER

## ANNEX A

### Memorandum of Lease of Railroad Equipment

Dated June 26, 1992

#### Equipment Description:

Fifty (50), 3,850 cubic foot, 100-ton capacity, five pocket, open top rapid discharge coal hopper railcars with stainless steel slope sheets and key operated pneumatic door system; built by Ortner in 1975.

#### Equipment Numbers:

1. HLMX 75226	18. HLMX 75246	35. HLMX 75272
2. HLMX 75227	19. HLMX 75247	36. HLMX 75275
3. HLMX 75228	20. HLMX 75248	37. HLMX 75278
4. HLMX 75229	21. HLMX 75249	38. HLMX 75280
5. HLMX 75230	22. HLMX 75250	39. HLMX 75281
6. HLMX 75231	23. HLMX 75251	40. HLMX 75282
7. HLMX 75232	24. HLMX 75255	41. HLMX 75283
8. HLMX 75233	25. HLMX 75256	42. HLMX 75285
9. HLMX 75234	26. HLMX 75258	43. HLMX 75286
10. HLMX 75235	27. HLMX 75259	44. HLMX 75287
11. HLMX 75236	28. HLMX 75260	45. HLMX 75288
12. HLMX 75237	29. HLMX 75261	46. HLMX 75289
13. HLMX 75238	30. HLMX 75262	47. HLMX 75291
14. HLMX 75239	31. HLMX 75263	48. HLMX 75292
15. HLMX 75242	32. HLMX 75264	49. HLMX 75293
16. HLMX 75243	33. HLMX 75265	50. HLMX 75295
17. HLMX 75244	34. HLMX 75271	

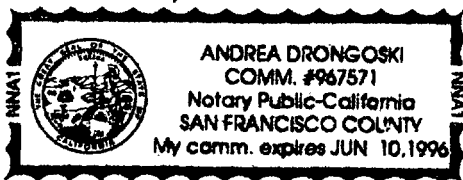
STATE OF CALIFORNIA )  
 ) S  
COUNTY OF SAN FRANCISCO )

On this 6<sup>th</sup> day of July, 1992, before me personally appeared Richard C. Kirchner, to me personally known, who, being by me duly sworn, says that he is President of **HELM FINANCIAL CORPORATION**, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Andrea Drongoski  
Notary Public

My Commission Expires: 6/10/96

[Notarial Seal]



STATE OF OHIO )  
 ) S  
COUNTY OF CUYAHOGA )

On this 26<sup>th</sup> day of JUNE, 1992, before me personally appeared ROBERT E. MURRAY, to me personally known, who, being by me duly sworn, says that he is PRESIDENT & CEO of **THE OHIO VALLEY TRANSLOADING COMPANY**, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Michael E. Elliott  
Notary Public

MICHAEL E. ELLIOTT, Attorney  
NOTARY PUBLIC - STATE OF OHIO  
My commission has no expiration date,  
Section 147.03 R. C.

My Commission Expires: \_\_\_\_\_

[Notarial Seal]

